

11/9/47
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1949

FACTS RE TRANSAMERICA CONTROLLED BANKS

As of December 31, 1933, Transamerica controlled 7 banks having 429 branches with deposits of \$878,861,000 and served 242 towns. As of December 31, 1946, it controlled 41 banks having 578 branches with deposits of \$6,585,000,000 and served 379 towns. Since 1933 Transamerica has obtained approval to establish de novo branches and branches to take over banks bought by the Transamerica group as follows:

Branches Authorized Since December 31, 1933, to Take Over Banks Bought by the Transamerica Group Since that Date

De Novo Branches Established

	Branches Authorized Since December 31, 1933, to Take Over Banks Bought by the Transamerica Group Since that Date			De Novo Branches Established		
	Bank of America N. T. & S. A.	Other National Banks ^{1/}	Others ^{2/}	Bank of America N. T. & S. A.	Other National Banks ^{1/}	Others ^{2/}
1934	2	1		3	1	2
1935	2	6		8	4	
1936	26	4		20		
1937	6	13		14	3	1
1938		4	3	3		
1939				1		
1940						
1941						
1942						1
1943						
1944	1	1		2	1	
1945		1		2		
1946				7		1
1947				7	3	1
Total	37	34	3	67	12	6
1948	-	-	-	9	1	1

^{1/} These include First National Bank of Nevada, Reno, Nevada; First National Bank, Portland, Oregon; First National Bank of Arizona, Phoenix, Arizona; National Bank of Washington, Seattle, Washington.

^{2/} These include Bank of America, San Francisco, California (nonmember); Central Bank, Oakland, California (nonmember); Bank of Nevada, Las Vegas, Nevada (nonmember).

Note: As of December 31, 1946, Transamerica also owned 46,798 out of the 250,000 outstanding shares of the Citizens National Trust and Savings Association of Los Angeles, California. This bank has 33 branches in the City of Los Angeles and deposits of \$344,752,000.

The following is a list of the banks which Transamerica now controls and their deposits as of December 31, 1946:

<u>Name</u>	<u>Deposits</u>
<u>Arizona</u>	
First National Bank of Arizona, Phoenix	\$ 68,487,942
Phoenix Savings Bank & Trust Company, Phoenix	12,784,431
<u>California</u>	
Bank of America, N. T. & S. A., San Francisco	5,382,571,060
First National Bank, Bellflower	8,337,839
First National Bank, Corcoran	4,329,130
Bank of Pinole, Crockett	8,697,709
First National Bank, Crows Landing	3,120,741
First National Bank, Fairfield	3,234,750
First National Bank Garden Grove	5,553,672
First National Bank, Los Altos	2,082,882
Farmers and Merchants Bank of Watts, Los Angeles	4,936,013
First National Bank, Mountain View	4,045,167
Bank of Newman Newman	8,009,341
First National Bank, Oakdale	7,392,650
Stanislaus County Savings Bank, Oakdale	4,135,106
Central Bank, Oakland	116,430,865
First Trust and Savings Bank Pasadena	44,765,802
Central Bank of Calaveras, San Andreas	2,936,564
First National Bank, San Jacinto	1,403,428

<u>Name</u>	<u>Deposits</u>
<u>California (continued)</u>	
First Savings Bank, San Jacinto	944,544
First National Bank, Santa Ana	32,893,088
First National Trust and Savings Bank, Santa Barbara	13,816,017
Bank of Tehachapi, Tehachapi	1,529,986
Temple City National Bank, Temple City	4,533,110
First National Bank, Turlock	7,315,947
First National Bank, Weed	2,469,821
<u>Nevada</u>	
First National Bank of Nevada, Reno	116,471,781
Bank of Nevada, Las Vegas	9,435,086
Farmers Bank of Carson Valley, Minden	3,536,271
<u>Oregon</u>	
First National Bank, Portland	511,400,230
First National Bank, Cottage Grove	6,444,433
First National Bank Eugene	47,590,004
First National Bank, Forest Grove	3,982,443
Moreland-Sellwood Bank, Portland	4,603,753
First National Bank Prineville	3,844,707
Scio State Bank Scio	1,312,331
Clatsop County Bank, Seaside	4,113,656
Coolidge and McClaine, Silverton	5,030,857
Bank of Sweet Home, Sweet Home	2,510,205
Benton County State Bank, Corvallis	10,764,942
<u>Washington</u>	
National Bank of Washington, Tacoma	97,689,801
Total	\$6,585,488,105

FACTS RE TRANSAMERICA CONTROLLED BANKS

As of December 31, 1933, Transamerica controlled 7 banks having 429 branches with deposits of \$878,861,000 and served 242 towns. As of December 31, 1946, it controlled 41 banks having 578 branches with deposits of \$6,585,000,000 and served 379 towns.

Since 1933 Transamerica has acquired, directly or indirectly, 131 banks having aggregate deposits of approximately \$326,000,000 at the time of acquisition. Forty-three of these banks have continued to be operated as separate institutions. The remaining eighty-eight were absorbed by various banks controlled by Transamerica.

As of December 31, 1946, the percentage's by States showing Transamerica's control of banking offices and commercial deposits are as follows:

California:	50%	of all banking offices and	43%	of all deposits.
Nevada:	58%	of all banking offices and	79%	of all deposits.
Oregon:	35%	of all banking offices and	44%	of all deposits.
Arizona:	13%	of all banking offices and	20%	of all deposits.
Washington:	4%	of all banking offices and	4.9%	of all deposits.

S. 829 has received the support of the Federal Advisory Council, the Reserve Cities Bankers Association, the Independent Bankers Association of the Twelfth Federal Reserve District, the Independent Bankers Association (national), and the great majority of all of the bank holding companies. In addition, the Bankers' Associations of California, Montana, North Dakota, Oregon, Minnesota, South Dakota, Wisconsin, Michigan and Texas have all recently passed resolutions supporting this bill.

JLT/ewe
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TRANSAMERICA CORPORATION
SAN FRANCISCO, CALIFORNIA

Nonbanking subsidiaries - December 31, 1946

<u>Name</u>	<u>Business</u>	<u>Total assets 12-31-46</u>
Adel Precision Products Corp., Burbank, Calif.	Manufacture of hydraulic controls and line supports for aircraft, and other products.	\$ 4,215,462 ^{1/}
Aerco Corporation, Hollydale, Calif.	Manufacture of agricultural implements and other products.	^{1/}
Allied Building Credits, Inc., Los Angeles, Calif.	Home financing.	49,808,492
American Brokerage, Inc., San Francisco, Calif.	Inactive.	16,397
Axton-Fisher Tobacco Company, Louisville, Ky.	In liquidation.	68,710
Banca Immobiliare Italiana, Milan, Italy	Real estate.	^{2/}
California Foundries, Inc., ^{7/} Oakland, Calif.	Iron and brass foundry.	^{2/}
Capital Company, San Francisco, Calif.	Real estate.	20,908,684
Coast Service Company, San Francisco, Calif.	Insurance brokerage.	61,873
Columbia River Packers Assn., Inc., Astoria, Oreg.	Catching, buying, processing and selling fish and seafood.	5,677,150 ^{5/}
Corporation of America, San Francisco, Calif.	Trustee under deeds of trust.	454,160
Del Mar Corporation, ^{7/} Los Angeles, Calif.	In liquidation.	^{3/}
Enterprise Engine & Foundry Co., San Francisco, Calif.	Manufacture of Diesel engines and other products.	5,584,036 ^{4/}
Enterprise Engine Company, Inc., San Francisco, Calif.	(Subsidiary of Enterprise Engine & Foundry Company).	^{4/}
First Holding Company, Pasadena, Calif.	Holding real estate and acting as trustee under deeds of trust.	543,738
First Securities Company, Portland, Oregon	Liquidation of assets.	307,669
General Metals Corporation, Oakland, Calif.	Nonferrous and aluminum castings and forgings.	3,970,550
Inter-America Corp. (California), San Francisco, Calif.	Insurance brokerage.	763,113
Merchants National Realty Corp., ^{7/} Wilmington, Del.	Owns bank premises under lease to Bank of America, N. T. & S. A.	^{3/}

<u>Name</u>	<u>Business</u>	<u>Total assets 12-31-46</u>
National Insurance Agency, Phoenix, Ariz.	Insurance brokerage.	\$ 64,708
Occidental Corporation, San Francisco, Calif.	Proposed investments in Philippines and Far East.	241,868
Occidental Life Insurance Company of California, Los Angeles, Calif.	Life, health, and accident insurance.	160,603,190
Olympic Frozen Foods, Inc., Seattle, Wash.	Not in operation as yet	189,994
Pacific National Fire Insurance Co., San Francisco, Calif.	Writes fire, automobile, inland marine and ocean marine insurance.	16,617,059
Premier Insurance Company, San Francisco, Calif.	Writes automobile insurance.	4,964,602
Societa Immobiliare Lombardi, Milan, Italy	In liquidation	2/
Thompson Salmon Company, Astoria, Oregon	(Subsidiary of Columbia River Packers Assn., Inc.)	5/
Timeplan, Incorporated San Francisco, Calif.	Inactive.	14,116
Western Merchandise Mart, San Francisco, Calif.	Real estate.	2,912,405
Total (29)		<u>\$277,987,976</u> ^{6/}

- 1/ Figures for Aerco Corporation were consolidated with those of its parent, Adel Precision Products Corp.
- 2/ Figures not given. An Italian organization.
- 3/ Information not readily available.
- 4/ Figures for Enterprise Engine Company, Inc., were consolidated with those of its parent, Enterprise Engine & Foundry Company.
- 5/ Figures for Thompson Salmon Company were consolidated with those of its parent, Columbia River Packers Association, Inc.
- 6/ As indicated, the total assets of some subsidiaries are not included.
- 7/ Owned or controlled by Bank of America, N. T. & S. A.

The Agreement signed by Transamerica when its voting permit was issued April 28, 1937 is in the standard form as printed in the Board's Annual Report for 1936, at page 219, except that numbered paragraph 6* in Transamerica's Agreement was added because Transamerica had filed two applications, one in 1933 and one in 1937.

The standard form of Agreement is still the same, but numbered paragraphs 1 and 2, together with the interpretative paragraphs (A), (B), (C) and (D) at the end of the Agreement are usually not needed and are therefore omitted.

*"6. That the undersigned's application for a voting permit dated December 26, 1936, and filed in February, 1937, is supplementary and amendatory to, and does not supersede, its application dated November 29, 1933, and filed shortly thereafter; that the application dated November 29, 1933, as amended from time to time is now pending before the Board of Governors of the Federal Reserve System, and the general voting permit to be granted upon the execution of this agreement shall be granted pursuant to such application; and that November 29, 1933, shall be deemed to be the date of the undersigned's application for the purpose of determining the period within which the undersigned must dispose of any interest in 'securities companies' as provided in paragraph 5 of its application, as well as for all other purposes."

APPLICATION

OF

(Name)

(Address)

FOR A VOTING PERMIT UNDER AUTHORITY OF SECTION 5144, REVISED STATUTES

This application and all exhibits should be forwarded in duplicate to the Federal Reserve agent at the Federal Reserve bank of the district in which Applicant's principal office is located and a copy thereof should be forwarded to the Federal Reserve agent at the Federal Reserve bank of each other district in which a subsidiary member bank or subsidiary nonmember bank applying for membership is located.

Exhibits C, L, N, P, and Q should be furnished on Forms P-2, P-3, P-4, P-5, and P-6, respectively. Instructions concerning the preparation of Exhibits D, E, F, G, H, and K should be obtained from the Federal Reserve agent at the Federal Reserve bank of the district in which Applicant's principal office is located.

APPLICATION FOR VOTING PERMIT

.....
(Name of Applicant)

(hereinafter called the Applicant), a
(Here Indicate Whether Corporation, Business Trust, Association, or Other Similar Organization)

organized and existing under the laws of, and registered and/or licensed to
do business in.....

.....
and having its principal place of business at,
hereby applies to the Board of Governors of the Federal Reserve System (hereinafter called the Board) for a permit

entitling
(Applicant or Trustee—Indicate and Name Trustee, If Any)

.....
to vote, at any or all meetings of shareholders of the banking institutions listed in Exhibit A attached hereto and
made a part hereof, the stock of each such banking institution directly or indirectly owned or controlled by the
Applicant, or held by any trustee for the benefit of the shareholders or members of the Applicant. For the purpose
of obtaining such permit, the Applicant represents and agrees as follows:

1. The Applicant expressly agrees to submit to examination by examiners duly authorized to examine banks
with which it is affiliated; that such examinations may be made on dates identical with those fixed for the examination
of such banks or at such other times as the Board, the Federal Reserve agent, the Comptroller of the Currency,
the appropriate State authority, or other duly constituted authority may decide; that such examiners may make
such examinations of the Applicant, and that the reports of such examinations shall contain such information as
shall be necessary to disclose fully the relations between the Applicant and such banks, its other subsidiaries, and
other corporations, business trusts, associations, or other organizations with which the Applicant or its subsidiaries
may be affiliated, and the effect of such relations upon the affairs of such banks, subsidiaries, and other organizations;
that such reports shall contain such other and additional information as the Board, the Federal Reserve agent, the
Comptroller of the Currency, the appropriate State authority, or other duly constituted authority may require;
that the Applicant will do everything necessary to facilitate such examinations and will make available to the
examiners all information which they may require; and that the Applicant will pay the expenses of all such examina-
tions as determined by the Board, the Federal Reserve agent, the Comptroller of the Currency, the appropriate
State authority, or other duly constituted authority, and at such times as it may be called upon to pay such expenses.

2. The Applicant expressly agrees that examiners duly authorized to examine banks with which the Applicant
is affiliated may examine every bank or other organization owned or controlled by the Applicant either individually
or in conjunction with other banks or other organizations owned or controlled by the Applicant in any manner
whatsoever, and at such times as may be fixed by the Board, the Federal Reserve agent, the Comptroller of the
Currency, the appropriate State authority, or other duly constituted authority, as the case may be; and that, when
called upon to do so, the Applicant will pay the expenses of all such examinations as determined by the Board, the
Federal Reserve agent, the Comptroller of the Currency, the appropriate State authority, or other duly constituted
authority.

3. The Applicant expressly agrees that it will publish or cause to be published, if required by the Board, either
individual or consolidated statements of banks with which it is affiliated and of any other corporation, business
trust, association, or other organization with which it or any of its subsidiaries is affiliated, and that publication
of such statements will be made at such times and in such manner and in such form as may be prescribed by the
Board, and without expense to the Board.

4. The Applicant expressly agrees that reports of examinations of duly constituted authorities, and any other information they may have relating to the Applicant, its subsidiaries, or other organizations with which the Applicant or any of its subsidiaries is affiliated, may be furnished by any such authority to the Board, the Federal Reserve agent, the Comptroller of the Currency, the appropriate State authority, or other duly constituted authority upon request therefor, and the Applicant authorizes the interchange of such reports and information among such authorities.

5. The Applicant represents that it does not directly or indirectly own, control, or have any interest in, and is not directly or indirectly participating in the management or direction of, any corporation, business trust, association, or other similar organization formed for the purpose of, or engaged principally in, the issue, flotation, underwriting, public sale, or distribution, at wholesale or retail or through syndicate participation, or otherwise, of stocks, bonds, debentures, notes, or other securities of any sort (hereinafter referred to as "securities company"), except such securities companies, if any, as may be listed in Exhibit O attached hereto and made a part hereof; and the Applicant expressly agrees that, within 5 years after the date of this application, it will divest itself of all its ownership, control, and interest in the securities company or companies, if any, listed in Exhibit O hereof, and will cease to participate in the management and direction thereof, and will not thereafter, during the period that any permit granted hereunder remains in force, directly or indirectly retain or acquire any further ownership, control, or interest in any such securities company, or participate in the management or direction thereof, in any manner whatsoever.

6. The Applicant expressly agrees that, in the event a voting permit is granted hereunder, the Applicant will not directly or indirectly acquire any ownership, control, or interest in any securities company, and will not directly or indirectly participate in the management or direction of any securities company not listed in Exhibit O hereof, during the period that such permit remains in force; and the Applicant further expressly agrees that, between the date of filing of this application and the issuance or refusal of a voting permit hereunder, or the withdrawal of said application, it will not acquire any ownership, control, or interest in any securities company in any manner whatsoever.

7. The Applicant expressly agrees that from the date of the filing of this application until the termination of any permit which may be granted hereunder, by revocation or otherwise, it will not directly or indirectly, by any device whatsoever, declare, pay, or set aside any dividend other than a stock dividend, or order or make any distribution, whether in cash, property, or otherwise, on any shares of its capital stock unless and except to the extent that the actual net earnings of the Applicant are sufficient therefor, and unless provision has first been made for any impairment in its capital, and such reserves have been established and such transfers have been made to surplus as may be required by law or provided for herein.

8. The Applicant expressly agrees that the permit applied for hereunder may be granted for such period and for such purposes as the Board may determine, and that, before the date of expiration of such period, or before such other date as the Board may fix, the Applicant, if so requested by the Board, will file a new application or applications, in form prescribed by the Board, for a permit or permits to vote the stock owned or controlled directly or indirectly by the Applicant, or held by any trustee for the benefit of the shareholders or members of the Applicant, in any subsidiary member bank.

9. The Applicant represents that no certificate representing stock of the Applicant represents stock of any other corporation, and that neither the ownership, sale, nor transfer of any certificate representing the stock of the Applicant is conditioned in any manner whatsoever upon the ownership, sale, or transfer of a certificate representing the stock of any other corporation, except to the extent and in the manner, if any, set forth in Exhibit M attached hereto and made a part hereof.

10. The Applicant expressly agrees that if, during the life of any permit granted hereunder, it shall appear to the Board that any State nonmember banking institution is a subsidiary of the Applicant, and that the continuance of the relationship of the Applicant and its subsidiary member banks to any such subsidiary nonmember bank is not compatible with the public interest, the Applicant, if so requested by the Board, will cause any such subsidiary nonmember bank to apply for membership in the Federal Reserve System, or will forthwith surrender any voting permit granted to the Applicant by the Board upon the failure of any such bank to make such application and become a member of the Federal Reserve System, or will divest itself of its ownership or control of such bank; and, for failure so to do, any and all rights under any voting permit granted to the Applicant by the Board may be forfeited.

11. The Applicant represents that it is not engaged principally in the issue, flotation, underwriting, public sale, or distribution, at wholesale or retail or through syndicate participation, or otherwise, of stocks, bonds, debentures, notes, or other securities of any sort, and that it will not, during the life of any permit granted hereunder, engage principally in any such business in any manner whatsoever.

12. The Applicant expressly agrees that if it acquires the ownership or control of any organization of any kind whatsoever by any device whatsoever during the life of any permit granted hereunder, it will forthwith notify the Board in writing of the acquisition of the ownership or control of any such organization.

13. The Applicant submits herewith as part of this application the following documents and represents that the information contained therein is true and complete to the best of its knowledge and belief:

EXHIBIT A—Two copies of list of all subsidiary member banks and all subsidiary nonmember banks applying for membership, showing the address of each.

EXHIBIT B—Two certified copies of charter or article of incorporation and by-laws of Applicant, with all amendments to date.

EXHIBIT C—Two certified copies of resolution of applicant's Board of Directors (Form P-2).

EXHIBIT D—Two copies of statement of financial condition of Applicant as of date of application or a date not in excess of 60 days prior thereto, together with the required supplemental schedules and information in duplicate.

EXHIBIT E—Two copies of report of last audit of Applicant by independent auditors and of last report of examination, if any, of Applicant (unless Applicant is a member bank) by State authority, together with the required supplemental information in duplicate.

EXHIBIT F—Two copies of detailed statement regarding management and personnel of Applicant, including names, addresses and principal business connections of all directors and officers and a list of the principal shareholders.

EXHIBIT G—Two copies of list of all of Applicant's subsidiaries and all other corporations, business trusts, associations, and other similar organizations with which Applicant or any of its subsidiaries is affiliated, together with the required information in duplicate regarding their functions, financial condition, and relationships.

EXHIBIT H—Two copies of statement of financial condition of each subsidiary bank as of the date of the statement of financial condition of Applicant contained in Exhibit D, together with the required supplemental schedules and information in duplicate.

EXHIBIT I—Two copies of report of last examination, if any, by State authorities of each of Applicant's subsidiaries and of each other corporation, business trust, association, or other similar organization with which Applicant or any of its subsidiaries is affiliated (other than a member bank).

EXHIBIT J—Two copies of report of last examination, if any, by or for Applicant of each of its subsidiaries and of each other corporation, business trust, association, or other similar organization with which Applicant or any of its subsidiaries is affiliated.

EXHIBIT K—Two copies of detailed statement of any plan of reorganization involving any subsidiary or any other corporation, business trust, association, or other similar organization with which Applicant or any of its subsidiaries is affiliated, effected since last examination of any such organization, and of any such reorganization proposed or pending.

EXHIBIT L—Two copies of agreement by each subsidiary nonmember bank and by each other corporation, business trust, association, or other similar organization with which Applicant or any of its subsidiaries is affiliated (other than a member bank) to submit to examinations and furnish reports of condition (Form P-3).

EXHIBIT M—Two copies of statement whether certificate representing stock of Applicant represents stock of any other corporation, and effect of ownership, sale, or transfer of stock of Applicant on ownership, sale or transfer of stock of any other corporation.

EXHIBIT N—Two copies of authorization to other authorities and organizations to furnish information to Board and authorization to Board to interchange information (Form P-4).

EXHIBIT O—Two copies of complete list of securities companies which Applicant owns or controls, or in the management or direction of which it participates, and full information as to nature of such ownership, control, or participation.

EXHIBIT P—Two copies of agreement (Form P-5) by Applicant to accept provisions of section 5144, Revised Statutes. (This exhibit is not required unless Applicant is holding company affiliate of a State member bank.)

EXHIBIT Q—Two copies of agreement (Form P-6) by Applicant to accept provisions of section 5144, Revised Statutes. (This exhibit is not required unless Applicant is holding company of a subsidiary nonmember bank applying for membership in the Federal Reserve System.)

14. The Applicant expressly agrees that it will comply at all times with all the provisions of section 5144 of the Revised Statutes, and with any and all regulations issued by the Board pursuant thereto, and with all other applicable provisions and requirements of law, including but not limited to the establishment and maintenance of requisite reserves of readily marketable assets; that it will require its subsidiary banks to comply with all provisions and requirements of law applicable thereto; that it will not violate or participate in the violation of any such provision or requirement; and that, if the Board so requires, it will eliminate from its employ any officer or employee who shall be guilty of doing any act prohibited by section 5209 of the Revised Statutes, the provisions of which are made applicable to officers and employees of the Applicant by law.

15. The Applicant expressly agrees that if at any time it shall appear to the Board that the Applicant has violated or failed to comply with any of the provisions of the Banking Act of 1933 or of any agreement made pursuant to section 5144 of the Revised Statutes or of any regulation issued by the Board pursuant thereto, or upon default in performance under this application or any other obligation of the Applicant to the Board, or upon default in performance by the obligor under any other agreement required hereunder, the Board may, in its discretion, revoke any voting permit granted pursuant to this application and any other voting permit granted by the Board to the Applicant; *Provided, however,* That the Board shall first give the Applicant 60 days' notice by registered mail of its intention to revoke such permit and afford it an opportunity to be heard.

16. It is expressly understood and agreed that the terms "Board," "member bank," "nonmember bank," "subsidiary," and "affiliate," shall have the meanings assigned to them, respectively, in Regulation P, issued by the Board and in force on the date of this application, which regulation is expressly incorporated by reference herein and made a part hereof.

17. In case a permit is granted hereunder, this application and any agreements required hereunder and any conditions imposed by the Board in granting such permit shall be and become binding upon the Applicant and the other parties executing such agreements. It is expressly understood and agreed that the voting privileges under any such permit shall not extend to the successors or assigns of the Applicant.

If any part or provision of the contract so created shall for any reason be adjudged by any court of competent jurisdiction to be invalid, such adjudication shall not impair or invalidate the remainder of such contract, but shall be confined in its operation directly to the part or provision involved in the controversy in which such adjudication shall have been rendered.

Executed this day of 19.....

[SEAL]

By.....
(Authorized Officer)

ATTEST:

.....
Secretary.

EXHIBIT C

RESOLUTION OF BOARD OF DIRECTORS OR OTHER GOVERNING BODY OF APPLICANT

RESOLVED, that _____, the _____
(Name) (Officer)

and _____, the _____, of
(Name) (Officer)

this _____ (hereinafter called the Applicant), or either
(Here Indicate Whether Corporation, Business Trust, Association, or Other Similar Organisation)

of them, be, and they hereby are, authorized and empowered for and in the name and on behalf of the Applicant to execute and deliver to the Board of Governors of the Federal Reserve System an application for a voting permit under authority of section 5144, Revised Statutes of the United States, entitling _____

(Applicant or Trustee—Indicate and Name Trustee, If Any)

to vote at any or all meetings of shareholders of each of applicant's subsidiary member banks and subsidiary non-member banks applying for membership the stock of each such bank owned or controlled by the Applicant, either directly or indirectly, or held by a trustee for the benefit of the stockholders or members of the Applicant, and to execute and deliver to said Board such other documents and agreements as may be required by the terms of said application or by said Board, and to consent for and in the name and on behalf of the Applicant to any conditions which may be imposed by said Board in granting the permit applied for under the application aforesaid.

CERTIFICATE

I HEREBY CERTIFY that the foregoing is a true and correct copy of a resolution presented and adopted by the _____
(Governing Body)

of the _____
(Name of Applicant)

at a meeting duly called and held at _____

on the _____ day of _____ 19_____, at which meeting a quorum was present and voted.

Secretary.

[SEAL]

EXHIBIT L

AGREEMENT TO PERMIT EXAMINATIONS

For the purpose of enabling the
(Name of Applicant)
to obtain a voting permit under the authority of section 5144 of the Revised Statutes, the undersigned agrees that such examinations and audits of its affairs as may be necessary to disclose fully the relations between it and the
(Name of Applicant) and the effect of such relations upon the affairs of the undersigned may be made during the life of such permit by examiners approved by the Board of Governors of the Federal Reserve System and that the undersigned will furnish to the Board any information respecting its condition which the Board may require.

This agreement shall become effective upon the granting of the voting permit referred to above and shall continue in effect until such voting permit may be revoked, or surrendered with the approval of the Board of Governors of the Federal Reserve System.

.....
(Name of Organisation)
By.....
(Authorized Officer)

[SEAL]

ATTEST:

.....
Secretary.

I HEREBY CERTIFY that the agreement set out above was presented to the
(Governing Body)
..... of the
(Name of Organisation)
at a meeting duly called and held at on the
day of, 19....., at which a quorum was present and voted and that such
(Governing Body) duly authorized the execution and delivery of such agreement on behalf of such organization by the persons whose signatures are affixed to such agreement.

.....
Secretary.

[SEAL]

NOTE.—A separate agreement must be filed by each of Applicant's subsidiary nonmember banks and by each other organization (other than a member bank) with which Applicant or any of its subsidiaries is affiliated.

EXHIBIT N

AUTHORIZATION TO FURNISH INFORMATION

The undersigned, having applied to the Board of Governors of the Federal Reserve System for a voting permit under the authority of section 5144 of the Revised Statutes, hereby authorizes all State and Federal authorities and instrumentalities and all clearing house associations and other similar organizations to furnish the Board of Governors of the Federal Reserve System or its representatives with any reports or information concerning the undersigned or any of the organizations consenting hereto which may be contained in their respective files and records; and the undersigned further authorizes the interchange of reports and information concerning the undersigned or any of the organizations consenting hereto between the Board of Governors of the Federal Reserve System or its representatives and any of the aforesaid authorities, instrumentalities, associations, or organizations having jurisdiction of the undersigned or any organization consenting hereto.

.....
(Name of Applicant)

By.....
(Authorized Officer)

[SEAL]

DATE

CONSENT: *

..... [SEAL] By

..... [SEAL] By

..... [SEAL] By

..... [SEAL] By

* All subsidiaries of Applicant and all other organizations with which Applicant or any of its subsidiaries is affiliated (other than member banks) must execute the foregoing authorization or an authorization in this form duly executed by the Applicant.

EXHIBIT P

AGREEMENT BY HOLDING COMPANY AFFILIATE OF STATE MEMBER BANK TO ACCEPT PROVISIONS OF SECTION 5144, REVISED STATUTES

WHEREAS, section 9 of the Federal Reserve Act, as amended by the Banking Act of 1933, provides among other things that each State member bank affiliated with a holding company affiliate shall obtain from such holding company affiliate, within such time as the Board of Governors of the Federal Reserve System shall prescribe, an agreement that such holding company affiliate shall be subject to the same conditions and limitations as are applicable under section 5144 of the Revised Statutes in the case of holding company affiliates of national banks;

WHEREAS, said section 9 further provides that, upon the failure of a State member bank affiliated with a holding company affiliate to obtain such an agreement within the time so prescribed, the Board of Governors of the Federal Reserve System shall require such bank to surrender its stock in the Federal Reserve Bank and to forfeit all rights and privileges of membership in the Federal Reserve System as in said section provided;

WHEREAS, under its statutory authority, the Board of Governors of the Federal Reserve System has prescribed that each State member bank which becomes a subsidiary of any holding company affiliate, within the meaning of the said Board's Regulation P, shall obtain such an agreement from such holding company affiliate within 90 days after such member bank shall have become a subsidiary thereof;

WHEREAS,
(Name of State Member Bank)

(hereinafter referred to as the member bank) became such a subsidiary of the undersigned on

....., 19.....;

NOW, THEREFORE, in pursuance of the requirements of the statute and of the benefits which will accrue to the member bank and to the undersigned from continuance of the membership of the member bank in the Federal Reserve System, and other good and valuable considerations, the undersigned does hereby accept, and agree to submit to and comply with, all of the provisions, conditions, and limitations of said section 5144 of the Revised Statutes which are applicable thereunder in the case of holding company affiliates of national banks and of any and all applicable regulations and requirements of the Board of Governors of the Federal Reserve System.

.....
(Name of Holding Company Affiliate)

[SEAL]

By.....
(Authorised Officer)

ATTEST:

.....
Secretary.

I HEREBY CERTIFY that the agreement set out above was presented to the.....
(Governing Body)

..... of the
(Name of Organisation)

at a meeting duly called and held at on the

day of, 19....., at which meeting a quorum was present and voted, and that

such duly authorized the execution and delivery

of such agreement on behalf of such organization by the persons whose signatures are affixed to such agreement.

.....
Secretary.

EXHIBIT Q

AGREEMENT TO ACCEPT PROVISIONS OF SECTION 5144, REVISED STATUTES

For the purpose of enabling

....., a State banking institution, to qualify for admission to membership in the Federal Reserve System, and in consideration of the benefits which will accrue to said banking institution and to the undersigned from the admission to membership in the Federal Reserve System of said banking institution, the undersigned does hereby accept, and agree to submit to and comply with, all of the provisions, conditions, and limitations of section 5144 of the Revised Statutes of the United States which are applicable thereunder in the case of holding company affiliates of national banks, and of any and all applicable regulations and requirements of the Board of Governors of the Federal Reserve System. This agreement shall be and become a binding agreement on the undersigned upon the admission of said banking institution to membership in the Federal Reserve System.

.....
(Name of Holding Company)

By.....
(Authorized Officer)

[SEAL]

ATTEST:

.....
Secretary.

I HEREBY CERTIFY that the agreement set out above was presented to the.....
(Governing Body)

..... of the
(Name of Organisation)

at a meeting duly called and held at

on the day of 19....., at which meeting a quorum was

present and voted, and that such duly authorized the
(Governing Body)
execution and delivery of such agreement on behalf of such organization by the persons whose signatures are affixed to such agreement.

.....
Secretary.

[SEAL]